

EX PARTE ON LATE FILED

DOCKET FILE COPY ORIGINAL

HOGAN & HARTSON

COLUMBIA SQUARE
555 THIRTEENTH STREET NW
WASHINGTON DC 20004-1109
(202) 637-5600

JOEL S. WINNIK
PARTNER
DIRECT DIAL (202) 637-5857

BRUSSELS
LONDON
PARIS
PRAGUE
WARSAW
BALTIMORE, MD
BETHESDA, MD
MCLEAN, VA

July 17, 1997

William F. Caton
Acting Secretary
Federal Communications Commission
1919 M Street, N.W. Room 222
Washington, D.C. 20554

Re: **Notice of Ex Parte Contact**
WT Docket No. 97-82

Dear Mr. Caton:

On July 16, 1997, Stephan Carrier, General Counsel of Hughes Network Systems, Inc. ("HSN"), Sheldon Fisher, HSN's Director of Legal Affairs, and I met with several Commission officials to discuss issues under consideration in the above-referenced docket. The FCC officials at the meeting were Dan Phythyon, Wireless Telecommunications Bureau ("WTB") Chief; Kathleen Ham, Chief of the WTB's Auctions Division; and Sande Taxali of the Auctions Division. The attached materials were discussed and provided to the attendees at the meeting, and an original and a copy of these materials have been filed with your office.

Please refer any questions regarding this matter to the undersigned.

Very truly yours,

Joel S. Winnik
Joel S. Winnik *JS*

Enclosures

022

HOGAN & HARTSON L.L.P.

William F. Caton

Acting Secretary

July 17, 1997

Page 2

ccs: Dan Phythyon
Kathleen Ham
Sande Taxali
Stephan Carrier
Sheldon Fisher
(w/o enclosure)

HUGHES NETWORK SYSTEMS



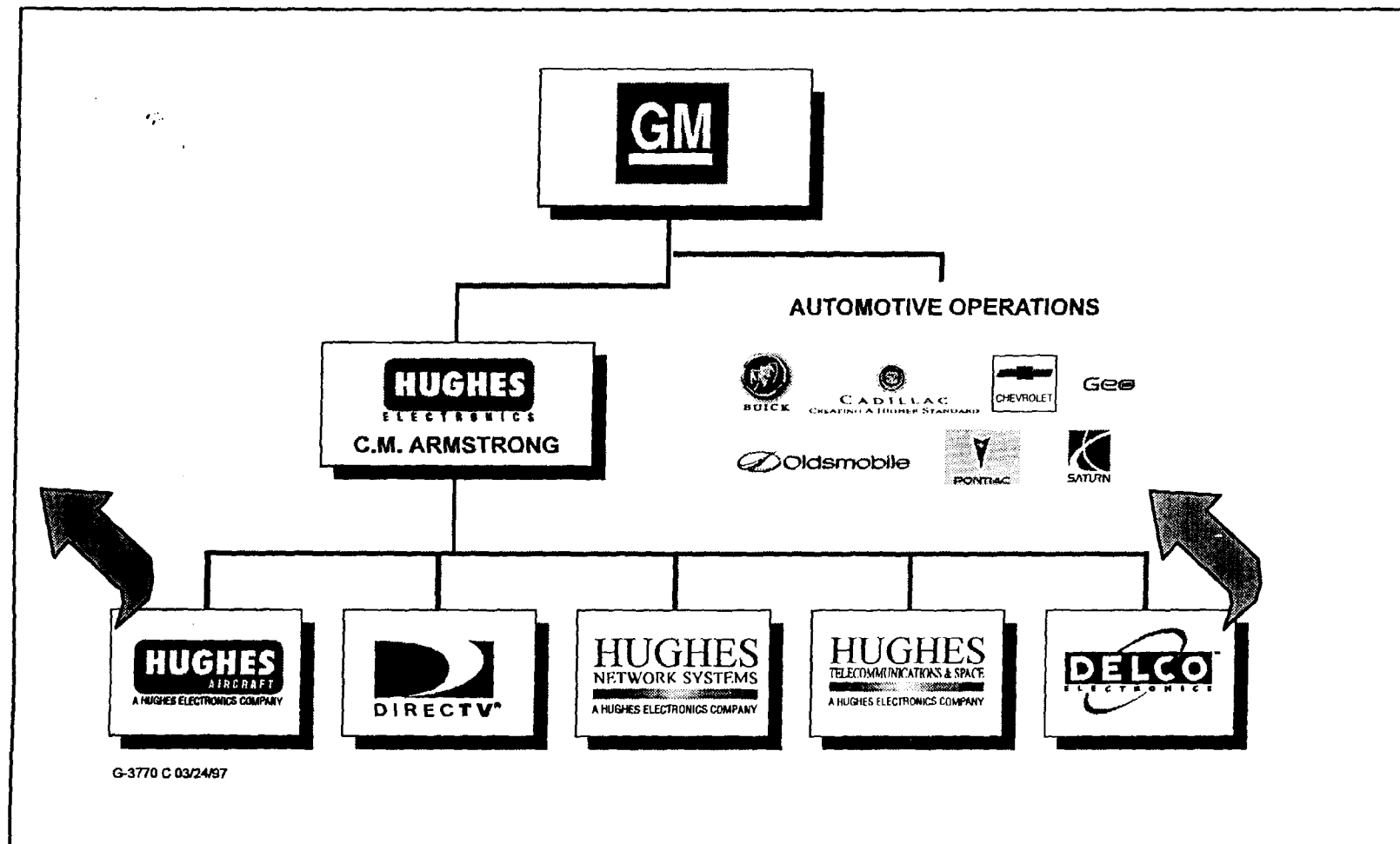
A HUGHES ELECTRONICS COMPANY

July 16, 1997

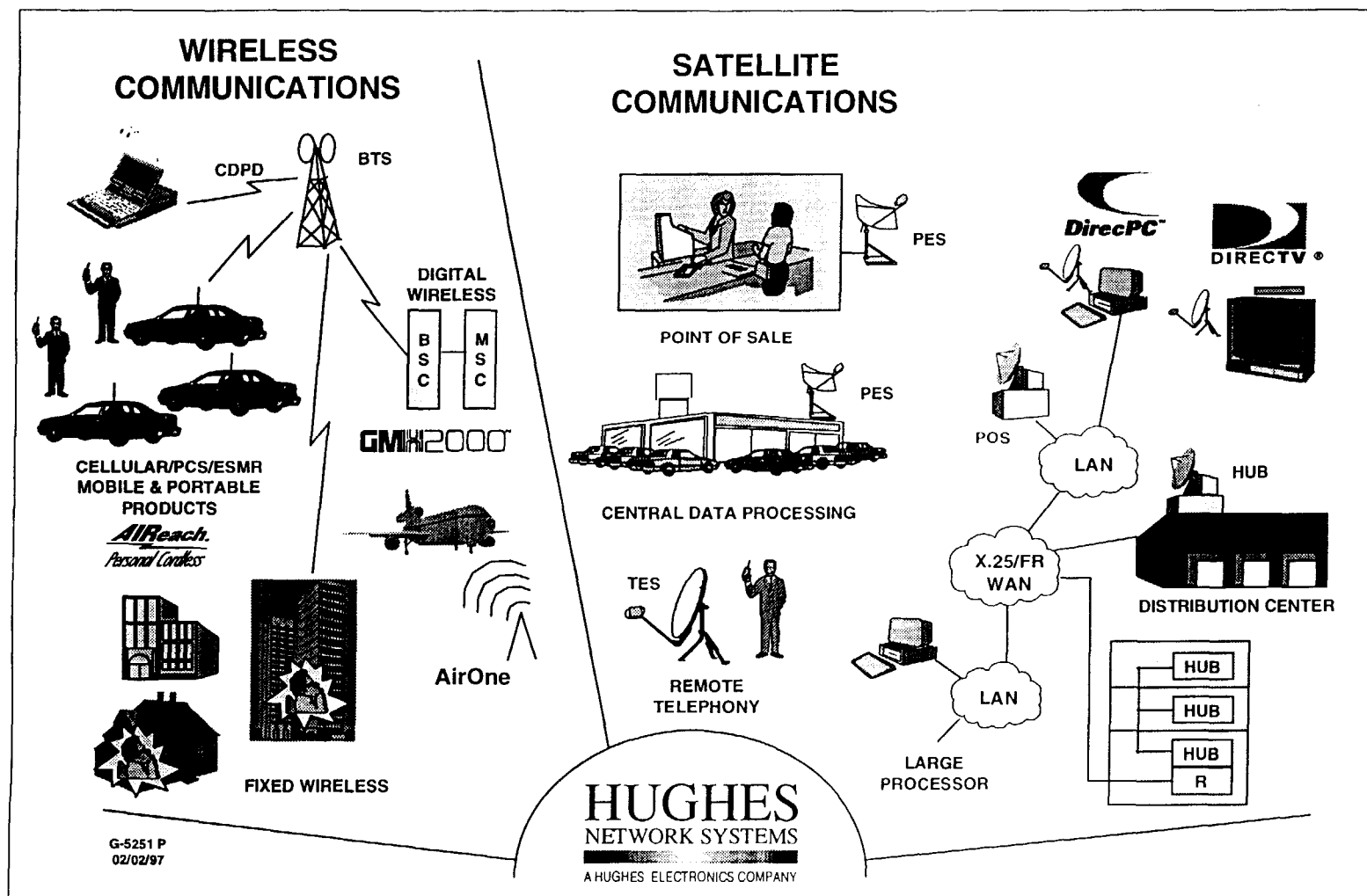
HUGHES ELECTRONICS CORPORATE STRUCTURE

HUGHES
NETWORK SYSTEMS

A HUGHES ELECTRONICS COMPANY



HNS IS WIRELESS



HNS PCS Strategy

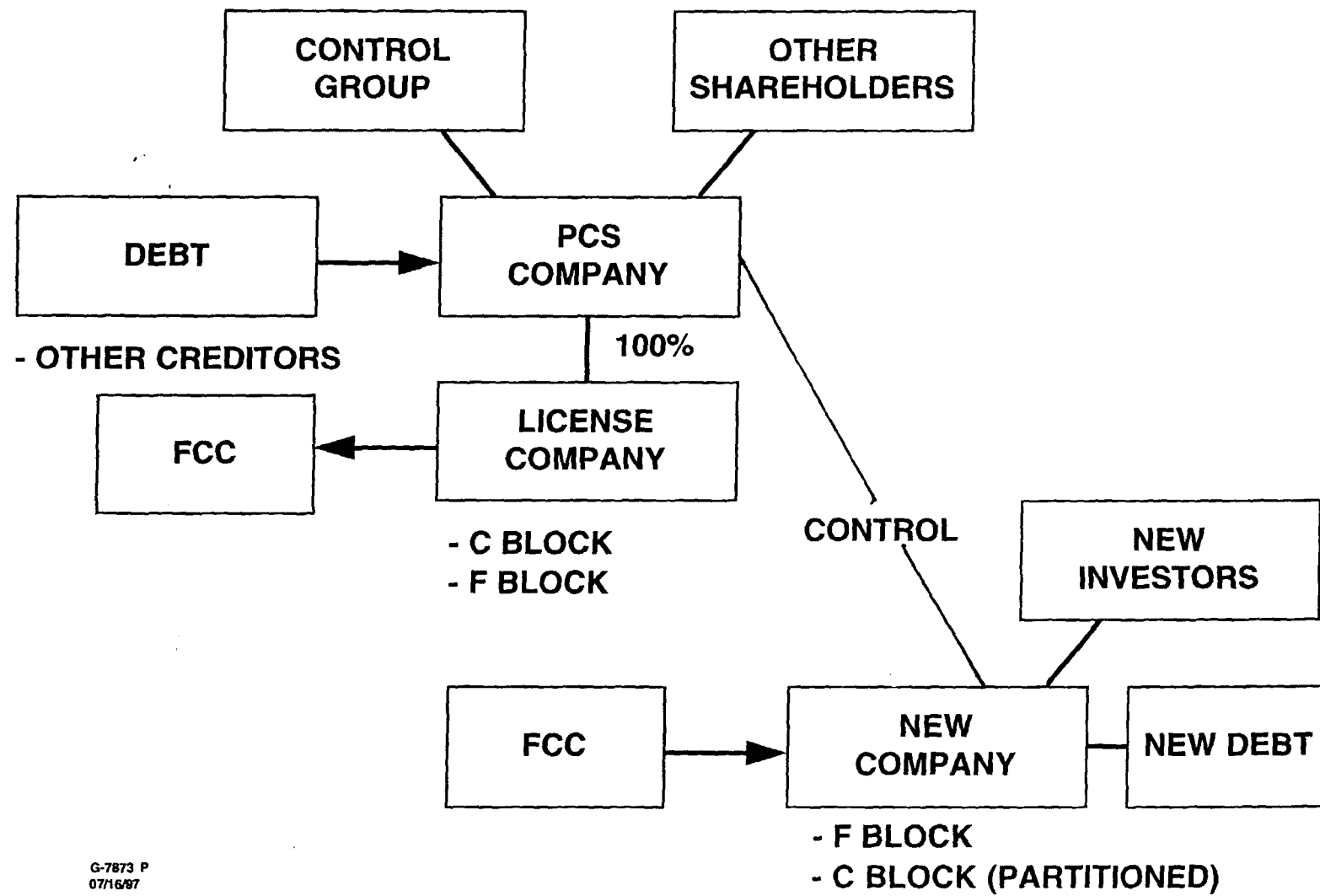
- HNS targeted the C/F Block as an opportunity to increase domestic share of infrastructure business.
 - HNS has a substantial fund earmarked for PCS type opportunities.
 - HNS has arrangements with numerous C/D/E/F Block Licensees

A Feasible Launching Strategy

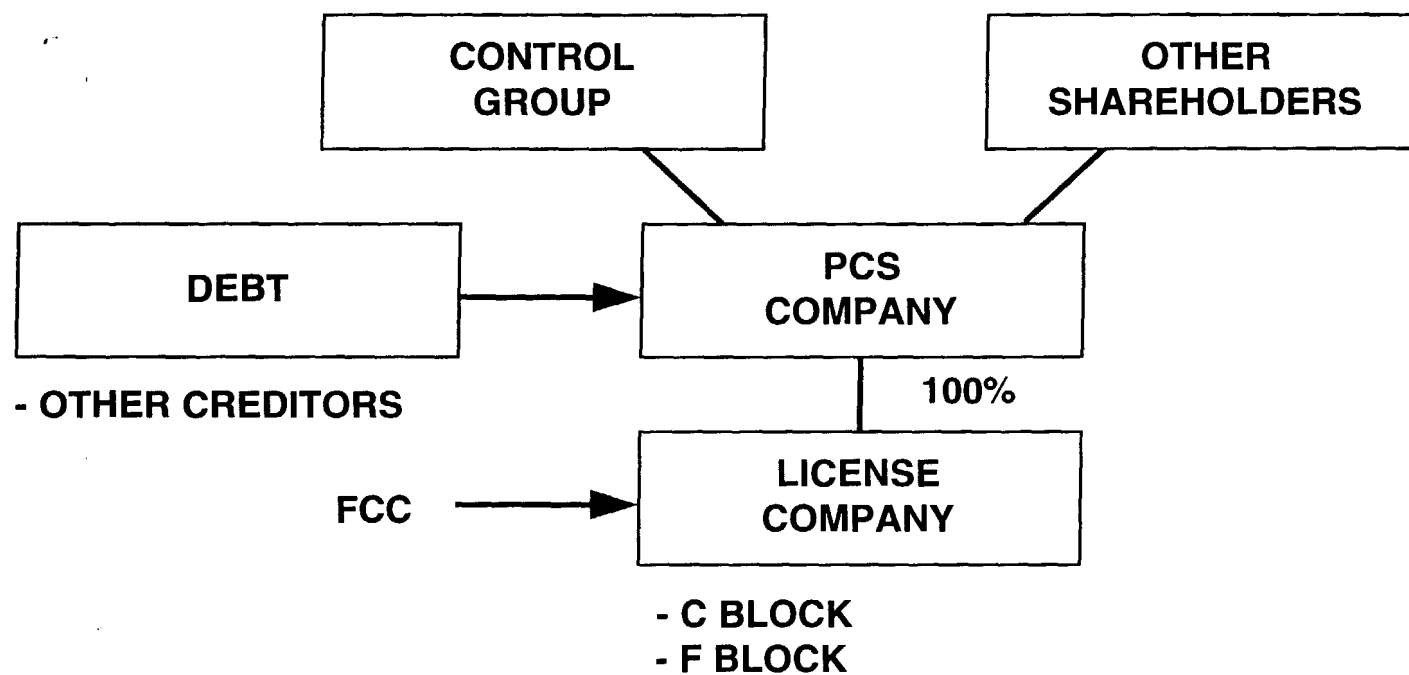
- Segregate F Block Licenses and a partitioned (10 Mhz) portion of C Block Licenses in “NEWCO”.
 - Control group of Newco will be substantially similar to prior control group
 - Affiliated company likely to own a portion of the equity
- Invest substantial new equity and debt in Newco in order to build-out and launch service

A Feasible Launching Strategy (continued)

- The additional financing can be raised and service can be launched without waiting for restructuring of the C Block provided that investors are assured that Newco is shielded from the obligations of the affiliated company.



G-7873 P
07/16/97



G-7872 P
07/16/97